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January 8, 2016

Honorable Charles R. Breyer
United States District Judge
Courtroom 6, 7th floor
450 Golden Gate Avenue
San Francisco, CA 94102

Re: 3:15-md-02672-CRB In re: Volkswagen "Clean Diesel" Marketing, Sales Practices,
and Products Liability Litigation-- DEALER TRACK LEADERSHIP APPLICATION

Dear Judge Breyer:

In Pretrial Order No. 2, this Court requested individual applications for lead counsel and steering committee positions. I, Bryan Bleichner of Chestnut Cambronne PA, seek appointment to the Plaintiffs' Steering Committee for a dealer track, representing the unique interests of dealer plaintiffs (the "Dealer Track"). As the Court noted, there are distinct issues weighing in favor of a leadership structure specifically focused on the separate needs of the distinct groups of Plaintiffs. Between my experience and the experience of my firm, I believe that I can provide significant value to the Dealer Track, while working together with leadership for the other tracks, and facilitate moving this litigation to resolution.

Professional experience.

By way of personal background, I have a history of representing companies as plaintiffs in massive class actions, and in the ongoing Target and Home Depot data breach class actions I represent financial institutions with claims against two of the largest retailers in the country. The Hon. Judge Thomas Thrash of the Northern District of Georgia appointed me to serve on the Financial Institution Plaintiffs' Steering Committee as part of the ongoing case *In re: The Home Depot, Inc., Customer Data Security Breach Litigation*, No. 1:14-md-02583 (TWT) (N.D. Ga.) and I also serve on the Plaintiffs' Executive Committee in *Christian v. National Hockey League*, No. 0:14-md-02551 (SRN/JSM) (D. Minn. April 15, 2014), appointed by the Hon. Judge Susan Richard

Nelson. I am also currently serving significant roles in *Gordon v. Amadeus IT Group, S.A.*, No. 1:15-cv-05457 (S.D.N.Y. July 14, 2015) and *In Re: Cast Iron Soil Pipe and Fittings Antitrust Litigation*, No. 1:14-md-2508-HSM-WBC (E.D. Tenn). *Gordon* is an ongoing putative class action alleging collusion and anticompetitive behavior among the companies that provide the systems used by travel agents to link to airline flight and fare information known as global distribution systems (GDS). In *Cast Iron Soil Pipe*, I represent a class representative in the indirect purchaser track of this price-fixing case. Other cases where I have played a significant role include *Lucas v. SCANA Energy Marketing, Inc.*, No. 12-cv-2356 (RLV) (N.D. Ga. Feb. 8, 2013), a settled consumer protection class action in which Chestnut Cambronne was co-lead counsel; *Minneapolis Firefighters' Relief Ass'n v. Medtronic, Inc.*, No. 08-6324 (PAM/AJB) (D. Minn. 2009); 618 F. Supp. 1016 (D. Minn. 2009); 278 F.R.D. 454 (D. Minn. 2011), a settled securities fraud class action where the class recovered \$80 million, and Chestnut Cambronne was lead and liaison counsel; and *In re MoneyGram Int'l, Inc. Securities Litig.*, No. 08-cv-883 (DSD/JJG) (D. Minn. July 22, 2008); 626 F. Supp. 2d 947 (D. Minn. 2009), a settled securities fraud class action in which Chestnut Cambronne was co-lead counsel and recovered \$80 million for the class.

My practice consists exclusively of representing plaintiffs in class action litigation, with a particular focus on organizing and running large-scale discovery. I have been intimately involved in all aspects of class litigation, including briefing, document review, discovery management, depositions, and trial preparation, as well as being part of the trial team in *Mooney v. Allianz Life Ins. Co. of North America*, No. 06-545 (ADM/FLN); 2010 WL 419962 (D. Minn. Jan. 29, 2010). In *Allianz*, after a three-week trial, the jury concluded that the Defendant made false and misleading statements intentionally in violation of a state statute. I have the experience and ability to fulfill the duties of a member of the Plaintiffs' Steering Committee, along with not only the support of my firm of 26 highly capable attorneys, but of the attorneys representing the other Dealer Track cases.

Beyond my personal involvement in class litigation, I am supported by a law firm that has a longstanding and exemplary reputation for complex litigation. Since its inception, Chestnut Cambronne has been engaged in class litigation throughout the country, and has successfully both prosecuted and defended classes addressing substantive legal questions in the fields of data security breaches, securities, ERISA, banking, antitrust, and consumer protection law. Chestnut Cambronne has been involved in multi-district litigation for as long as the Judicial Panel has existed, with cases dating back to MDL No. 10, *In re Antibiotic Drugs*, 295 F. Supp. 1402, 1402 (J.P.M.L. 1968). Notably, Chestnut Cambronne served as lead counsel for *In re United Healthcare, Inc. Shareholder Derivative Litig.*, 631 F.3d 913 (8th Cir. 2011), *affirming* 631 F. Supp. 2d

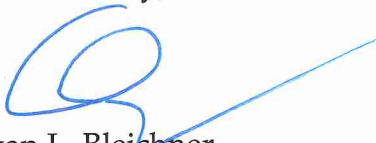
1151 (D. Minn. 2009), and was responsible for the largest recovery in a shareholder derivative case in United States history. I was a key part of the team that settled this case, recovering a settlement valued at \$922 million.

Willingness and ability to commit to time-consuming litigation, access resources to prosecute litigation, and work cooperatively with other plaintiffs' counsel and defense counsel.

Working cooperatively and collaboratively with an executive committee of lawyers is what I and Chestnut Cambronne do, and the firm has ample resources that it will fully commit to this litigation. I am personally willing and able to devote the time and resources necessary for this litigation. With respect to the Dealer Track, I am aware of seven used car dealership cases, as well as five cases with car dealership plaintiffs predicated on the Lanham Act, or other claims based on theories of anti-competitive behavior. I have the unanimous support of the attorneys for the used car dealerships and have worked well with many of these attorneys in previous cases, including the Target and Home Depot data breach actions where I have served on the respective executive committees with attorneys from Carlson Lynch Sweet & Kilpela, LLP; Beasley, Allen, Crow, Methvin, Portis & Miles, P.C.; and the Murray Law Firm.

While more than a thousand consumer cases have been filed, the Dealer Track consists of a substantially more manageable number. This does not diminish the need to have separate leadership to fully represent the dealers' unique interests, but it has allowed an opportunity for the firms involved to engage in discussions and commit to a level of cooperation that would likely be impossible on the consumer side. As the Court will see, counsel for other dealer plaintiffs and I have been working together from the outset of this litigation to further the unique interests of the dealers through cooperation. We have also agreed among ourselves to an efficient proposed leadership approach for dealer claimants to work closely with court-appointed counsel for other plaintiff interests, and as can be seen in the attached Appendix A, have garnered support from other attorneys seeking leadership roles in this litigation. I believe that I can provide valuable leadership for the Dealer Track, and respectfully seek the Court's appointment to the Dealer Track PSC.

Sincerely,



Bryan L. Bleichner